

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

on Bench Filed
8/23/04

In re:) Chapter 11
)
W. R. GRACE & CO., et al.,¹) Case No. 01-01139 (JKF)
) (Jointly Administered)
Debtors.)
Re: Docket No. 5450 and
8/23/04 Agenda Item #11

**THIRD CONTINUATION ORDER GRANTING THE RELIEF SOUGHT IN DEBTORS'
THIRD OMNIBUS OBJECTION TO CLAIMS (NON-SUBSTANTIVE) AS TO
CONTINUED OBJECTIONS**

1. On April 14, 2004 the Debtors filed their Third Omnibus Objection² to Claims (the "Third Omnibus Objection" [Docket No. 5450].
2. On May 25, 2004 the Court entered an Order Granting the Relief Sought in Debtors' Third Omnibus Objection to Claims [Docket No. 5646].
3. On July 19, 2004, the Court entered the Continuation Order Granting the Relief Sought in Debtors' Third Omnibus Objection to Claims as to Continued Objections

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co. Conn., A-I Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., GC Limited Partners I, Inc., (f/k/a Grace Cocoa Limited Partners I, Inc.), GC Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc. GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

² Capitalized terms used but not defined herein are as defined in the Debtors' Third Omnibus Objection.

[Docket No. 6001] and the Second Continuation Order Granting the Relief Sought in Debtors' Third Omnibus Objection to Claims as to Continued Objections [Docket No. 6005].

NOW, THEREFORE, upon consideration of the Debtors' Third Omnibus Objection seeking an order disallowing certain claims; and it appearing that this Court has jurisdiction over this matter, that venue is proper and proper notice having been given and no further notice being required; and after due deliberation and sufficient cause appearing therefore, it is hereby:

ORDERED that the Objection to each of the Claims listed on Exhibit A and Exhibit B to this Order is continued to the September 27, 2004 omnibus hearing; and it is further

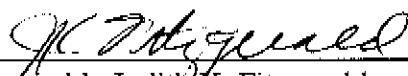
ORDERED that the Objection to Claim Nos. 15314, 15317 and 15318 filed by Orange County Treasurer, Tax Collector (listed on Exhibits C and D to this Order) is sustained and Claim Nos. 15314, 15317 and 15318 are expunged and disallowed for all purposes; and it is further

ORDERED that Claim No. 15357 filed by Orange Count Treasurer, Tax Collector, shall be allowed as an unsecured priority claim pursuant to section 507(a)(8) in the amount of \$19,358.07 (listed on Exhibit E); and it is further

ORDERED that except as provided for herein and consistent with applicable local rules and Bankruptcy Rules, the rights of the Debtors to object to any claim listed on any exhibit to this Order for any reason are expressly preserved; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

Dated: August ²³____, 2004



Honorable Judith K. Fitzgerald
United States Bankruptcy Judge